



Friday, October 11, 2019

WorldVentures Holdings, LLC
5100 Tennyson Parkway
Plano, Tx 75024
Attn: Chris Gobalakrishna

Re: Request to transfer balance due MCA, LLC to MCP, LLC

Dear Chris,

As of July 30, 2019, Montgomery Capital Advisers, LLC (or "MCA") had an accounts payable balance due from WorldVentures Holdings, LLC (or "WV") in the amount of one hundred ninety thousand dollars (\$190,000) for consulting services rendered by Thomas A. Montgomery. Additionally, as of July 30, 2019, Montgomery Capital Partners, LLC (or "MCP") held a note payable due from WV in the amount of two hundred thousand dollars (\$200,000). MCA and MCP are related entities (or "Related Parties"). On July 31, 2019 (the "Execution Date"), MCA agreed to assign one hundred thousand dollars (\$100,000) of the MCA accounts receivable balance (the "Transfer Amount") due from WV, to MCP. WV also agreed to this assignment. The assignment and subsequent increase, from \$200,000 to \$300,000, in the note payable due MCP from WV were agreed to and documented in the July 31, 2019 First Amendments to the Note and Warrant Purchase Agreement, Secured Promissory Note and Warrant Agreement (collectively the "Loan Documents"). The internal accounts of MCA and MCP have been adjusted accordingly and by execution of this acknowledgement, the Related Parties authorize WV to adjust the balances of MCA and MCP to \$90,000 and \$300,000, respectively, as of the Execution Date, and to direct all future payments on the Transfer Amount, according to the Loan Documents, to MCP.

If you have any questions, please contact me by phone at 214.629.8649 or by email at lcalton@mca-texas.com.

Regards,

A handwritten signature in black ink, appearing to read "Larry W. Calton".

Larry W. Calton
Montgomery Capital Advisers, LLC
214.629.8649

AGREED AND ACCEPTED ON THE EXECUTION DATE BY:

Montgomery Capital Advisers, LLC

A handwritten signature in black ink, appearing to read "Thomas A. Montgomery".

Thomas A. Montgomery
Its: President

Montgomery Capital Partners, LLC

A handwritten signature in black ink, appearing to read "Thomas A. Montgomery".

Thomas A. Montgomery
Its: Managing Member